



# OPERATIONAL GUIDELINES

## LISTING OF REGULAR EXECUTIVE BOARD ACTIVITIES

VERSION III  
APPROVED BY EXECUTIVE BOARD  
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# Introduction

## **PURPOSE**

The Operational Guidelines provide guidance and continuity for the members of the Executive Board (Board) so that they may achieve the Vision and Mission of the Virginia Association of Government Archives and Records Administrators (Association).

## **VISION**

To be Virginia’s premier resource for education and best practices in the management of public records.

## **MISSION**

To promote education, best practices, and professional networking in support of the professions responsible for the administration of public records.

## **VAGARA BOARD POSITIONS**

<b>President</b>	<b>Vice President</b>
<b>Secretary</b>	<b>Treasurer</b>
<b>Historian</b>	<b>Member-At-Large (4)</b>
<b>Immediate Past-President</b>	

# Executive Board Officer Tasks and Duties

## EXECUTIVE BOARD CODE OF CONDUCT

The following list is to be used as a guide by the Executive Board members when conducting business on behalf of the Association:

1. Each Board member will allow their colleagues to speak freely and uninterrupted when they have the floor. The exception is when the Board may be brainstorming or a positive, lively discussion is taking place.
2. All Board-related discussions should occur openly.
3. Each Board member is entitled to an opinion about what items are on the agenda for discussion, and Board members will show respect for each other at all times and allow each person to openly agree or disagree with the subject matter being discussed. Everyone can benefit from hearing different points of view and need to consider each equally.
4. The Board will follow Robert's Rules of Order for business as the Bylaws dictate.
5. Politicking behind the scenes during and between meetings is discouraged. Each person is to vote their conscience, without interference, and the majority will rule.
6. If anyone has an issue with another Board member, the issue should be discussed and resolved privately.
7. Each Board member represents the Association, therefore issues brought to the Board should benefit the Association, not the individual.
8. Be prepared for each meeting. If you are responsible for a task, make sure that it is on the next agenda under Old Business.
9. While the Board should be respectful of members' responsibilities to their own organizations, as well as travel time, every item on each agenda will be acknowledged and addressed and not skipped or cut short in favor of adjourning the meetings early.
10. Attendance is expected. If you find you cannot regularly attend meetings and actively participate in decision-making, please ask to be excused from committee work or, if necessary, step down from the Board.

## **GENERAL DUTIES OF ALL EXECUTIVE BOARD MEMBERS**

1. Serve a term of office that is two years.
2. Always act in accordance with the Constitution and Bylaws, to abide by the guidelines as stated in the Board Member Code of Conduct and to achieve the Association's mission through prudent and ethical action.
3. Participate in and be knowledgeable about public policy issues on any legislative and government agenda that affects records management.
4. Board members shall not miss more than three scheduled meetings within a calendar year and shall actively participate in the Board's decision-making processes. Notification of absence shall be made to the President prior to the scheduled meeting.
5. Approve and support the financial and program goals of the annual budget to ensure the Association's financial stability.
6. Participate in establishing strategic plans and act as a spokesperson to support and disseminate the plan's goals and objectives at the national, regional, state, and local levels.
7. In addition to the above duties, Board Members-at-Large are charged with communicating the ideals and goals of the Association, as well as pertinent information to members and non-members.
8. All essential documents associated with Associational activities should be compiled and supplied to the Historian in a timely manner following the event.
9. All Board members will pass appropriate materials at the end of their term to their respective replacements.
10. Follow the appropriate record retention guidelines for the position occupied.

## **PRESIDENT**

The President is the Chief Executive Officer of the Association and may serve as an ex- officio member of all committees, with the exception of the Nominating Committee.

### **TASKS**

1. Issue calls for meetings of the Board and the Association.
2. Prepare and disseminate agendas for and preside at regular and special meetings of the Board and the Association.
3. Consult with the Board on matters of policy and the development of annual goals and objectives.
4. Appoint chairs for the Nominating, Scholarship, and Audit Committees, and others as needed.
5. Communicate with committees and assist in special projects.
6. Receive reports from committees. Forward reports to the Historian for Association records.
7. Represent VAGARA to other professional, business, and service organizations.
8. Acknowledge letters and correspondence addressed to VAGARA and route to the appropriate officer or committee chair for proper handling.
9. May prepare letters of gratitude and of congratulations, notes of condolence, expressions of regret to resigning members, as well as other official communications.
10. Has authority to negotiate, amend, and sign any agreement or contract for events involving VAGARA and another entity. Contract shall be submitted to the Board for signatory consent.
11. Issue awards to members in good standing at his/her discretion, when said members have contributed to VAGARA goals and objectives.
12. Determine, with the committee chairs, a timeline for each activity.
13. At the beginning of the term, provide a signatory digital image to the Secretary, which the Secretary will affix to meeting minutes approved by the Board.

### **PROCESS**

- Prepare agenda prior to each Board and Association meeting to allow time for additions/changes.
- Follow up with committee chairs prior to meetings to determine if they are ready to report activities to the Board

## **VICE PRESIDENT**

The Vice President is the second officer for the Association and serves as President during any absence of the presiding President.

### **TASKS**

1. In the absence of the President, shall preside at all meetings of the Board and the Association and perform all the duties of the President. Other powers may be delegated to the Vice President by the Board. In all ways, this position assists the President in the executive direction of VAGARA's affairs.
2. Any specific duties as assigned by the President or Board.
3. Advises on parliamentary procedures for the Association, serving as a resource on the governing documents, consultant to manage meetings, and mentor for members on parliamentary procedures, while retaining voting rights as a member of the Board.
4. Serves as the Awards Committee Chair.
5. Selects and purchases the gift for the outgoing President and presents it at the annual conference.

### **PROCESS**

- Publicizes the criteria for the Outstanding Member and Vendor awards.
- Selects two past recipients to serve on the Awards Committee.
- Provides committee with copies of criteria and any nominations or recommendations, along with supporting documentation, received for consideration.
- Addresses all disputes or complaints regarding award recipients.
- Creates a timeline based on the conference date to have the plaque and letter to award recipients finalized for presentation at the annual conference.
- Pass all materials related to the awards process, including the timeline to the incoming Vice President.

## **SECRETARY**

The Secretary is the recording officer of the Association. This position acts as a liaison between Association members and the Board.

### **TASKS**

1. Prepares all meeting minutes and distributes them to the Board for review within two weeks of the concluded meeting.
2. Revises draft minutes at the request of the board prior to approval.
3. Forwards the approved agenda and unsigned, approved minutes to the Webmaster for posting to the Association's website.
4. Appropriately affixes the signatory digital image received from the President to only the signature page of the approved minutes.
5. Prints, signs, and scans the signature page.
6. Assembles all pages of the minutes, including all approved documents and attachments (agenda, reports, etc.) into a PDF/A document.
7. Submits the PDF/A document to the Historian for retention.
8. Acknowledges and prepares letters and other written communications, as required, on behalf of the Association.

### **PROCESS**

- Annual Business Meeting, Stated and Called Board Meeting minutes should include:
  - Date, time, and location of meeting.
  - List of present and absent.
  - List of items discussed.
  - List of reports presented.
  - Text of motions presented and text description of disposition of motions.
  - All approved, official minutes must contain signatures from the President and Secretary.



## **TREASURER**

The Treasurer is the financial officer of the Association. This position is responsible to the President and the Board for the receipt and deposit of all funds of the Association and for the disbursement of funds that have proper vouchers.

### **TASKS**

1. Deposit all receipts, membership dues, fees from meetings, etc. into the business checking account. Record receipts in a journal and in a checkbook register with the following information: date, from whom received, items covered, and the amount. Deposit receipts are kept for record.
2. Prepare the Association's budget for approval by the Board.
  - a. Request line items for budget preparation from each Board member. After receipt, a budget for Board approval can be prepared.
  - b. Direct the Board's attention to expenses that are running over budget appropriation.
3. Pay all approved bills of the Association.
4. Reconcile monthly bank statements. Print or save required documents, such as cancelled checks, from online banking and verify receipts in journal. Maintain a book of accounts showing receipts and expenditures, which are open at all times for inspection by the Board and membership.
5. Furnish all financial records for the annual audit of the Association's accounts by the Audit Committee within 90 days of close of fiscal year.
6. File IRS 990 postcard by May 15 following close of the fiscal year, as long as gross receipts are less than \$50,000 over a three-year period.
  - a. If gross receipts exceed \$50,000, the 990-EZ or 990 form must be filed.
7. File with the Virginia State Corporation Commission (SCC) annually.
8. Renew Association's insurance policy as required.
9. May serve as budget chairperson for the annual conference.

### **PROCESS**

FOLLOW THE TREASURER'S GUIDE

## **IMMEDIATE PAST PRESIDENT**

The Immediate Past President is a non-voting member of the Board. The term of office is two years beginning January 1, immediately after the year(s) served as the President. May serve an additional term if current President serves two terms.

### **TASKS**

1. Assist the Board in the maintenance of continuity from one administration to the next.
2. Chair Board meeting(s) in the event the President and Vice President are not able to attend.
3. Present nominations for honorary membership (if any) to the Board for consideration

## HISTORIAN

The Historian is responsible for maintaining the historical context of the Association.

### TASKS

1. Collect and secure all records as described in the Records Retention and Disposition Schedule, including materials needed to update the history of Association activities.
2. Update the Association history bi-annually by appending the history template and furnish to the President before the end of the Board term. This may include pertinent information with a list of Board members, committees, etc.; awards, conference sites and information that provides a picture of the activities of the Association during the Historian's term of office. The Historian shall coordinate with the Webmaster to update history on the website.
3. Ensure approved minutes are signed, then post to official repository (for example: Google Drive).
4. Purge documents based on the VAGARA retention schedule. Review schedule with President to ensure all documents have been submitted.
5. Maintain documentation of Association activities, which may include:
  - a) Newsletters
  - b) Programs/seminar literature
  - c) Photographs
  - d) Local media coverage
  - e) Social media
6. Maintain an inventory of all records and ephemera, including their location(s), updating the inventory with the materials collected during each term

## **MEMBERS – AT – LARGE**

Four Board members who perform duties as designated by the President and/or the Board.

### **TASKS**

1. Provide leadership to clarify and sustain the mission of the Association.
2. Provide information, ideas, and suggestions from the membership to the Board.
3. Participate actively in the deliberations on the Association's agenda of issues relevant to the entire records management field.
4. Represent and promote the Association to the profession by maintaining a working knowledge of the Association's operations and services.
5. Represent the Association by identification as an Association Board member and act as spokesperson for the work of the Association when attending regional, state, local, and other meetings. Attend meetings and conferences where Association representation is desirable.
6. Assist the Association in resource development activities that broadly benefit the membership, which may include being a committee chair.
7. Actively recruit and promote membership for the Association.
8. Actively participate in committees as needed.

# Support Roles

There are three ongoing functions that support the Board and the Association—the Membership Coordinator, Newsletter Editor, and Webmaster. The individuals who serve in these roles are appointed by the President and do not have voting privileges unless they hold a Board position. They do not need Board approval.

## MEMBERSHIP COORDINATOR

### TASKS

1. Promote the growth of membership and recruitment of new members.
2. Maintain a current membership roster on the website that is available to Board members at all times.
3. Assist members in updating information on the website.
4. Assist in resolving account issues, including overpayments, W-9 requests, etc.
5. Purge the membership roll. See Timeline of Duties section below.
6. Work with the webmaster to set up auto-generated e-mails to members for dues reminders, invoices, payments due, etc.
7. Submit notices to the Newsletter Editor for publication.
8. Present a membership report at all Board meetings.

### TIMELINE OF DUTIES

- December/January:
  - Review membership renewal reminder e-mail prior to automatic distribution and make any necessary updates.
  - Verify current W-9 is on the website. If not, notify the webmaster.
  - Verify payment address is correct for Treasurer or designee receiving payments on the website, and if not, notify the webmaster.
- February/March:
  - Review updated e-mails to unpaid members prior to distribution. Send at least one e-mail in February and a second in March. Remind unpaid members of April 1st purge.
- April:
  - Purge unpaid members.

- Summer:
  - Work with the Webmaster and Conference Chair to review conference notification e-mails for distribution to members.
- Fall:
  - Work with Webmaster and Conference Chair to update conference attendees on any necessary reservation, confirmation, and notification e-mails.

## **MEMBERSHIP OUTREACH – WE CARE**

This task was created in 2014 to engage members, let them know that VAGARA is honored to have them as members, and to stay in touch during the various events of members' lives. This task is assigned to the Membership Coordinator and its duties include:

1. Sending cards to members when notified of life events. These can include sympathy, congratulations, best wishes, thinking of you, retirement, etc.
2. Notifying the Treasurer when funds are needed for purchasing cards, gifts, and postage.
3. Reporting the We Care activities at each Board and the annual membership meetings.

## **NEWSLETTER EDITOR**

The Newsletter Editor is responsible for publishing the quarterly newsletter. If not already a board member, the Editor attends Board meetings when possible, to gather relevant information for newsletter publication.

### **TASKS**

1. Creating, soliciting, and editing newsletter content.
2. Designing the layout or recruiting someone to assist with the layout.
3. Recruiting new people to contribute to the newsletter.
4. Updating the calendar of events; coordinating with Webmaster to post to website.
5. Contacting the Membership Chair to find out which of the advertisers is current and which ones are not (Note: All paid advertisers have a slot in the newsletter.)
6. Obtaining the President's approval on the newsletter prior to publication.

### **SUGGESTED OUTLINE**

- FRONT PAGE - Letter from the President, picture or seasonally appropriate image, check to see if any of the information for the right-hand column has changed.
- 2ND PAGE - Remainder of President's letter, the rest of the space is filled by an advertisement, or textual content.
- 3RD PAGE- (This page can change) Get to Know You section with picture of member who filled out the questionnaire. Any blank space is devoted to advertisement or reminders.
- 4TH PAGE - Article #1, picture(s), possible advertisement.
- 5TH PAGE - Article #1 continued or start of calendar of events.
- CALENDAR OF EVENTS is usually a page and a half with the rest devoted to an announcements section. The announcements section usually lists retirements, birthdays, etc.
- ADDITIONAL INFO - The rest of the newsletter covers additional articles and the rest of the advertisers.

## **WEBMASTER**

The Webmaster shall serve as the administrator for all technical aspects of the VAGARA website, as well as manage hosting and domain accounts.

### **TASKS**

1. Acquire, maintain, and renew Association domain address.
2. Maintain the hosting service for Association website pages and templates.
3. Operate interfaces between the Association website and any external applications.
4. Ensure periodic backup of all website materials and accompanying information.
5. Authorize individuals to access materials, information, interfaces, or data as provided through the Association website.
6. Appropriately monitor website traffic.
7. Report to and receive authorization from the President on content to be placed on the website not already approved by the President or Board.
8. Provide a web traffic report for the Board, as requested.
9. Attend Committee and/or Board meetings that require information, changes, access, interfaces, etc. to the website.
10. Update the website with conference or other event schedules, conference registration forms, hotel information, and other resources, as needed.



# Committees

## STANDING

There are several committees that carry out various and ongoing functions for the Board. They are the Awards Committee, the Audit Committee, the Scholarship Committee, and in an election year, the Nominating Committee.

## AWARDS COMMITTEE

The Awards Committee receives nominations and selects recipients for VAGARA's Outstanding Member and/or Vendor of the Year award. The committee is chaired by the Vice President, who selects two past member-award recipients to serve. The committee may award not more than two members and one vendor annually. The Bylaws do not indicate that an award must be given each year. All current members and vendors, in good standing, are eligible to be nominated, except for current officers with voting rights.

### AWARDS COMMITTEE DUTIES:

- Vice President: create a timeline for announcements, nominations, and decision-making by the June board meeting.
- Ascertain that the member(s) submitting nominations understand that they must follow the awards criteria when describing why the member or vendor is being recommended.
- Set a due date for all nominations to give the committee time to select the recipients ahead of the annual conference.
- When practicable, notify individuals who are affiliated with the nominee and may wish to attend the ceremony. Make them aware the award is not announced until the time of presentation.
- Vice President: maintain an awards package containing the information needed on the plaque, including verbiage, nomination letters, and current vendor used to create plaques for all awards.
- Vice President: address all disputes or complaints regarding award recipients.
- Honorary Membership requires the vote of the Board and should be presented by the Past President to the Awards Committee in advance of the Board vote.
- The Honorary Membership award shall be a token of appreciation as determined by the Board.

○ **Example wording:** *Honorary Membership*

*Awarded To*

*(Member Name)*

*For Services Rendered During Your*

*Active Membership with VAGARA*

*(Dates of Membership)*

## AUDIT COMMITTEE

The Board will appoint an Audit Committee, consisting of two or more members, to perform an annual audit of the Association's fiscal year records within four months following the previous annual meeting. The Committee shall render a prompt report of its findings to the Board.

### AUDIT COMMITTEE DUTIES:

- The audit should be held at the current Treasurer's location, if available. However, the audit may also be conducted via a visual, electronic platform.
- The auditors should ensure that the Treasurer has gathered appropriate documents for the review process.
- Review preceding year's audit report.
- Review books and records of the Treasurer:
  - Copies of audit reports that are on file with the Treasurer;
  - General ledger;
  - Check stubs;
  - Bank statements for audit year;
  - Disbursement requests and receipts;
  - Credit card statements/receipts;
  - Monthly financial reports;
  - Investments Reports - money market, CDs, etc.
- Audit cash receipts using deposit slips and checkbook.
- Audit cash disbursements using invoices attached to bank statements and check stubs.
- Reconcile cash in bank with general ledger and checkbook, per bank statement.
- Apply general overall tests and checks to satisfaction that the records represent fairly the financial position of the Association.
- Marshal all evidence and data reviewed and then prepare the Audit Committee's report with accompanying exhibits.
- Prepare Audit Report and findings (if any) for:
  - President
  - Executive Board
  - Treasurer

## **SCHOLARSHIP COMMITTEE**

The Connis O. Brown Scholarship fund was established in February 1989 in order to recognize and support those individuals who desire to advance their knowledge of the archives and records management professions and the principles of the Association. Scholarship monies are used to pay for conference expenses as determined by the committee. The Scholarship Committee will be appointed at the beginning of the President's term and serve concurrently with that term and shall consist of three persons, all appointed by the President from the general membership, one of whom shall be designated as the Chair. The committee shall select and present proper candidates from the membership for scholarship awards to the Board for approval.

### **SCHOLARSHIP COMMITTEE DUTIES:**

- The Board will designate to the Scholarship Committee the amount of money that can be awarded, not to exceed the amount budgeted. Based on the amount budgeted, the Committee will determine the number of scholarships that can be awarded.
- Distribute the application and scholarship information via the newsletter and website.
- Highlight on the application, as well as via the newsletter and website:
  - the date that the applications will be due.
  - that the recipient, if accepting the scholarship, must notify the Board of the acceptance within seven days of offer.
- Meet during the dates designated by the Board, based on the conference date, to select the recipients.
- Send a notice of congratulations to the recipient outlining the benefits and limitations of the award. Send copies of the notice to the President, Treasurer, and Conference Registration Chair.
- Chair: complete and submit the Scholarship Disbursement form to the Treasurer to show how funds were allocated and awarded.

## **NOMINATING COMMITTEE**

The Nominating Committee Chair is appointed by the President and must be a member of the Executive Board. The remainder of the Nominating Committee shall consist of four members in good standing of the Association, selected by the Chair and approved by the Board.

The Committee shall prepare a list of recommended candidates to the Board no less than 90 days prior to any scheduled election. The slate is determined by the committee and approved by the Board. The Committee remains in office until the end of the calendar year.

### **NOMINATION COMMITTEE DUTIES:**

- Chair will follow the timeline below and report regularly to the Board during the nomination process. Explore potential candidates for the new Board, securing advice from any available source.
- In the event of more than one nominee for a position, determine whether to put more than one candidate forward.
- Prepare a list of prospective nominees and obtain each person's permission to be nominated.
- Submit list of proposed nominees to the Board at least 90 days prior to election.
- Contact those who have been approved by the Board to confirm that they agree to be on the slate for election by the membership at the annual business meeting.
- Present the slate to the board and provide list of nominees to the Secretary.
- Notify the Newsletter Editor of the slate of nominees for publication.
- Chair will present the slate of candidates for a vote in the business meeting.
- Turn over all files, supporting documentation, and information to the Historian.

### **COMMITTEE TIMELINE:**

- Five months prior to conference:
  - President: appoint a Chair.
  - Chair: selects four Association members in good standing and submit the names to the Board for approval.
- Four to five months prior to the business meeting:
  - Prepare a list of prospective nominees.
  - Present the list to the Board for input.
- Four months prior to the annual business meeting:
  - Contact nominees to confirm the willingness of each to be placed on the slate for election.
  - Chair: inform the Newsletter Editor of the nominees for listing in the summer newsletter.
- One month prior to the business meeting:
  - Send the list to the membership for review as part of the required notice of the annual meeting. This may be done via email or on the website.
- During the business meeting, the Chair will:
  - Present the slate to the members.
  - Open nominations from the floor, asking the members present if they have anyone else they wish to nominate for any position.

- If no floor nominations are made, proceed to Note 1.
- If a floor nomination is made:
  - Confirm the nominator and nominee are members in good standing.
  - Proceed to Note 2.

**Note 1:** It is not necessary to obtain approval for each position one at a time. The entire slate may be elected by first asking the question, "Are you ready for the question?" After a moment's pause, if no one rises, put the question to the membership, in this case the slate of new Board members, to vote. If there are questions raised, wait until the debate has apparently ceased, and again inquire, "Are you ready for the question?" After allowing ample time for anyone to rise and claim the floor, and no one doing so, call again for the vote. Proceed to Note 3.

**Note 2:** If there is a nomination from the floor, there must be a vote to select which nominee will be selected to be on the incoming Board. This vote will be on each position for which there are multiple candidates. Proceed to Note 3.

**Note 3:** Voting may take place by asking for "a show of hands," by calling for "yeas and nays," by rising; by ballot; and by general consent (no opposition stated). To properly conduct a vote, the affirmative answer by saying aye, by a show of hands, or by rising, as the case may be, is asked first. Then the negative answer nay, or by a show of hands, or by rising is asked second. If, in a voice vote, the outcome is certain, declare that the "ayes have it" and, if it's an election for one position, announce the name of the winner. If the outcome is uncertain, call for a second vote and ask members to rise or show their hands while they are counted. Inform the Secretary of each result, as appropriate.

**Note 4:** A virtual vote may be taken, at the discretion of the board, should the annual business meeting be held virtually.

## **AD HOC COMMITTEES**

The President may create ad hoc committees as needed to carry out the objectives of the President and the Board. Such committees may be chaired by either a current member of the Board or from the general membership. The committee shall exist as long as the task is ongoing. The President may sit ex officio on each committee. Ad hoc committees may address specific needs such as website content, website redesign, conference site selection, and planning/conducting annual conferences, as well as updating operational guidelines, brochures, Association histories, and the records retention schedule.

## **CONSTITUTION AND BYLAWS COMMITTEE**

This Committee is formed when the Board votes for an update to the Constitution, Bylaws and/or Standing Rules. Since VAGARA is incorporated, the Constitution is altered only when there is a significant change in the Association, or a need for verbiage clarification or grammatical changes. The Bylaws and Standing Rules need to be consistent when referring to the Constitution or each other.

### **COMMITTEE MAKEUP:**

- A Past President, selected by the current President, serves as the Chair.
- The current President.
- One Board or Association member in good standing to vote with the committee and serve as the Scribe, recording all proposed changes.

### **COMMITTEE RESPONSIBILITIES:**

- The Chair is to collect and provide the committee with all available Constitutions / Bylaws / Standing Rules, as needed, from past years to use for discussion and historical reference.
- The committee will meet for discussion; determine all changes; and clarify all changes made on the draft document(s).
- The committee will vote by consensus. If a consensus cannot be reached, a majority vote of the committee is necessary to bring a completed draft to the Board. A dissenting member shall abide by the majority decision.
- Provide the draft document(s) to the Board at least two months prior to the Annual Conference for review, updating, and approval.
- The Scribe will maintain all copies of drafts and points of discussion by the committee and submit to the Historian at end of committee work.
- The final draft of the proposed documents will be delivered to the Secretary for distribution to the membership prior to and at the business meeting.
- The Chair will present the changes to the members present at the Annual Business Meeting for a vote.
- The Chair will turn over all documents to the Historian at the end of committee's work.
- The Chair will ensure that the most current approved version is posted to the website.